



SO ORDERED.

SIGNED this 28 day of July, 2009.

**THIS ORDER HAS BEEN ENTERED ON THE DOCKET.
PLEASE SEE DOCKET FOR ENTRY DATE.**

Marcia Phillips Parsons

**IN THE UNITED STATES BANKRUPTCY COURT JUDGE
FOR THE EASTERN DISTRICT OF TENNESSEE**

In re: * Chapter 11
APPALACHIAN OIL COMPANY, INC., * Case No. 2:09-bk-50259
Debtor. *

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**AGREED ORDER GRANTING FIRST APPLICATION OF
WHITEFORD, TAYLOR & PRESTON L.L.P. FOR ALLOWANCE
OF INTERIM COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD FEBRUARY 26, 2009 THROUGH MAY 31, 2009**

Upon consideration of the First Application of Whiteford, Taylor & Preston L.L.P. (“WT&P”) for Allowance of Interim Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period February 26, 2009 through May 31, 2009 (the “Application”), as counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Appalachian Oil Company, Inc. (“APPCO” or the “Debtor”), adequate and proper notice having been circulated, the Debtor’s Objection to the Application (the “Debtor’s Objection”), the Objection of the U.S. Trustee to the Application (the “U.S. Trustee Objection”), the resolution of

the Debtor's Objection and the Trustee's Objection as set forth in this Agreed Order, and any hearing held thereon, and it appearing that the services rendered by WT&P were beneficial to the Debtor's estate, it is by the United States Bankruptcy Court for the Eastern District of Tennessee,

ORDERED, that the request contained within the Application be, and the same is hereby, approved and allowed on an interim basis in the amount of \$170,681.00 as compensation for services rendered and \$8,735.16 as reimbursement of expenses incurred during the period of February 26, 2009 through May 31, 2009; and it is further

ORDERED, that the Debtor be, and hereby is authorized and directed to release and deliver to WT&P the total amount of \$40,000 for payment of such approved fees and expenses, as the funds allocated for payment to the Committee's Professionals for April, 2009 and May, 2009, pursuant to Paragraph 24 of the Final Order Authorizing Debtor-In-Possession Financing and Use of Cash Collateral entered by the Court on April 14, 2009 (the "Final Order"), and as required to be funded by Greystone Business Credit, L.L.C. pursuant to such Final Order; and it is further

ORDERED, that the remainder of allowed fees and expenses approved for payment to WT&P pursuant to this Order shall be payable only from the funds paid or to be paid to counsel for the Committee pursuant to the Order Approving Compromise and Settlement by and among Debtor, Official Committee of Unsecured Creditors, Greystone Business Credit II, LLC, Former Shareholders and Landlords entered on June 10, 2009; and it is further

ORDERED, that the right of the Debtor and the U.S. Trustee to object to future fee applications, including final fee applications, of WT&P or other Committee professionals is preserved.

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APPROVED FOR ENTRY:

/s/ Mark S. Dessauer

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